

DECLARATION

DECLARATION OF RAAQIM KNIGHT

I, Raaqim Knight, declare as follows:

1. I am an attorney licensed to practice before all courts of the State of California and before this Court. I am an associate in the law firm of Manatt, Phelps & Phillips, LLP, counsel for plaintiff Ticketmaster L.L.C. ("Ticketmaster"). I have personal knowledge of the facts set forth herein, and if called as a witness, I can and will testify competently to all of these facts.

2. Attached hereto as **Exhibit 1** is a true and correct copy of a proposed protective order for the Court's consideration.

3. On January 25, 2008, my colleague Donald Brown sent via e-mail a draft stipulated protective order to David Tarlow, counsel of record for defendant RMG Technologies, Inc. ("RMG"). Attached hereto as **Exhibit 2** is a true and correct copy of the January 25 e-mail. Mr. Tarlow provided no response to Mr. Brown's January 25 e-mail.

4. On February 4, 2008, Mr. Brown sent Mr. Tarlow a superseding e-mail attaching a revised draft stipulated protective order, which contained minor revisions to the earlier draft. (Attached hereto as **Exhibit 3** is a true and correct copy of the February 4 e-mail and the attached protective order.) Mr. Tarlow did not respond to Mr. Brown's February 4 e-mail either.

5. I attended a mandatory meeting of counsel with Mr. Tarlow on March 5, 2008. During that conference, Mr. Tarlow stated that RMG was refusing to stipulate to any protective order because RMG's principals did not wish to cooperate with Ticketmaster. Thus, we were not able reach a compromise regarding Ticketmaster's request for a protective order.

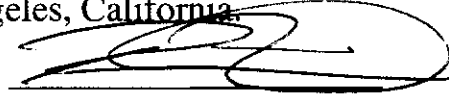
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1 I declare under the penalty of perjury under the laws of the United
2 States that the foregoing is true and correct, and that this declaration was executed
3 by me on March 12, 2008, in Los Angeles, California.



Raaqim A. S. Knight